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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

STEVEN HILL, Derivatively on Behalf of
Nominal Defendant APPLE INC.,

Plaintiff,

V.

TIMOTHY D. COOK, LUCA MAESTRI,
KEVAN PAREKH, ARTHUR D.
LEVINSON, WANDA AUSTIN, ALEX
GORSKY, ANDREA JUNG, MONICA
LOZANO, RONALD D. SUGAR and
SUSAN L. WAGNER.

Defendants,

and

APPLE INC.,

Nominal Defendant.

[Additional caption on following page]

Case No. 5:25-cv-05364-NW

Judge Noël Wise

**STIPULATION CONSOLIDATING
RELATED SHAREHOLDER
DERIVATIVE ACTIONS AND
APPOINTING CO-LEAD COUNSEL
FOR PLAINTIFFS**

****AS MODIFIED****

1
 2 SAMHITA GERA and DENISH
 3 BHAVSAR, derivatively on behalf of
 4 APPLE INC.,

5 Plaintiff,

6 v.
 7 TIMOTHY D. COOK, LUCA
 8 MAESTRI, KEVAN PAREKH,
 9 ARTHUR D. LEVINSON, WANDA
 10 AUSTIN, ALEX GORSKY, ANDREA
 11 JUNG, MONICA LOZANO, RONALD
 12 D. SUGAR and SUSAN L. WAGNER,

13 Defendants,

14 and
 15 APPLE INC.,

16 Nominal Defendant.

17
 18 WHEREAS, on June 26, 2025, plaintiff Steven Hill filed a shareholder derivative
 19 action on behalf of nominal defendant Apple Inc. (“Apple” or the “Company”) in this Court
 20 alleging causes of action for breach of fiduciary duty, gross mismanagement, unjust
 21 enrichment, waste of corporate assets, aiding and abetting, insider trading, for violations
 22 of Section 10(b) of the Securities Exchange Act of 1934 (“Exchange Act”) and Rule 10b-
 23 5 promulgated thereunder, and for violations of Sections 24400 and 25500 of the California
 24 Corporations Code against defendants Timothy D. Cook (“Cook”), Luca Maestri
 25 (“Maestri”), Kevan Parekh (“Parekh”), Arthur D Levinson (“Levinson”), Wanda Austin
 26 (“Austin”), Alex Gorsky (“Gorsky”), Andrea Jung (“Jung”), Monica Lozano (“Lozano”),
 27 Ronald D. Sugar (“Sugar”), and Susan L. Wagner (“Wagner”) (the “Individual
 28 Defendants” and, together with the Company, “Defendants”), captioned *Hill v. Apple Inc.*

1 *et al*, Case No. 5:25-cv-05364-NW (the “*Hill Action*”);

2 WHEREAS, on July 22, 2025, plaintiffs Samhita Gera and Denish Bhavsar (together
 3 with plaintiff Steven Hill, “Plaintiffs”)¹ filed a shareholder derivative action on behalf of
 4 nominal defendant Apple in this Court alleging causes of action against the Individual
 5 Defendants for breach of fiduciary duty, unjust enrichment, gross mismanagement, waste
 6 of corporate assets, abuse of control, and for violations of Sections 14(a), 10(b), and 20(a)
 7 of the Exchange Act, and for contribution under Sections 10(b) and 21D of the Exchange
 8 Act against defendants Cook, Maestri, and Parekh, captioned *Gera v. Cook et al*, Case No.
 9 5:25-cv-06168-NW (the “*Gera Action*” and, together with the *Hill Action*, the “Related
 10 Derivative Actions”);

11 WHEREAS, on August 12, 2025, the Court ordered that the Related Derivative
 12 Actions were related to each other and to the securities class actions captioned *Tucker v.*
 13 *Apple Inc. et al*, Case No. 5:25-cv-05197-NW and *City of Coral Springs Police Officers*
 14 *Pension Plan v. Apple Inc., et al.*, Case No. 3:25-cv-06252-NW (the “Securities Class
 15 Actions”) (ECF No. 11);

16 WHEREAS, the Parties agree that the Related Derivative Actions challenge
 17 substantially similar alleged conduct and involve overlapping questions of law and fact,
 18 and that the administration of justice would best be served by consolidating the Related
 19 Derivative Actions;

20 WHEREAS, the Parties therefore respectfully submit that the Related Derivative
 21 Actions should be consolidated pursuant to Federal Rule of Civil Procedure 42(a);

22 WHEREAS, in order to realize the efficiencies made possible by consolidation of
 23 the Related Derivative Actions, Plaintiffs agree that Gainey McKenna & Egleston and The
 24 Brown Law Firm, P.C., the respective resumes of which are attached hereto as Exhibits A
 25 and B, shall be designated as Co-Lead Counsel representing plaintiffs in the consolidated
 26 derivative action; and

27

28 ¹ Plaintiffs and Defendants, taken together, are referred to herein as the “Parties.”

1 WHEREAS, Defendants take no position regarding appointment of Co-Lead
 2 Counsel for plaintiffs.

3 IT IS HEREBY STIPULATED AND AGREED among the Parties, and respectfully
 4 submitted for the Court's approval, to consolidate the Related Derivative Actions and
 5 appoint Co-Lead Counsel for plaintiffs pursuant to the following terms:

6 1. The Parties shall have 60 days upon acceptance of this Order to submit a
 7 proposed schedule, and Defendants are not required to respond to the complaints until the
 8 date set by the Court in ruling on the proposed schedule.

9 2. The Related Derivative Actions are hereby consolidated for all purposes,
 10 including pre-trial proceedings and trial, under Lead Case No. 5:25-cv-05364-NW (the
 11 "Consolidated Action"):

<u>Case Name</u>	<u>Case Number</u>	<u>Date Filed</u>
<i>Hill v. Apple Inc. et al</i>	5:25-cv-05364-NW	June 26, 2025
<i>Gera v. Cook et al</i>	5:25-cv-06168-NW	July 22, 2025

16 3. Every pleading filed in the Consolidated Action, or in any separate action
 17 included herein, must bear the following caption:

18 **UNITED STATES DISTRICT COURT**
 19 **NORTHERN DISTRICT OF CALIFORNIA**

20 ***In re Apple Inc. AI Derivative Litigation***

21 STEVEN HILL, Derivatively on Behalf
 22 of Nominal Defendant APPLE INC.,

23 Plaintiff,
 24 v.
 25 D. COOK, LUCA
 26 MAESTRI, KEVAN PAREKH,
 27 ARTHUR D. LEVINSON, WANDA
 28 AUSTIN, ALEX GORSKY, ANDREA
 JUNG, MONICA LOZANO, RONALD
 D. SUGAR and SUSAN L. WAGNER.

Lead Case No. 5:25-cv-05364-NW
 (Consolidated)

Defendants.

This Document Relates to:

ALL ACTIONS

4. All papers filed in connection with the Consolidated Action will be maintained in one file under Lead Case No. 5:25-cv-05364-NW.

5. Co-Lead Counsel for plaintiffs in this Consolidated Action shall be:

GAINY McKENNA & EGLESTON

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Gregory M. Egleston

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6. Co-Lead Counsel shall have the sole authority to speak for plaintiffs in all matters regarding pre-trial procedure, trial, and settlement negotiations and shall make all work assignments in such a manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive effort.

7. Co-Lead Counsel will be responsible for coordinating all activities and appearances on behalf of plaintiffs. No motion, request for discovery, or other pre-trial or trial proceedings will be initiated or filed by any plaintiffs except through Co-Lead

1 Counsel.

2 8. Defendants may rely upon all agreements made with Co-Lead Counsel, or
 3 other duly authorized representatives of Co-Lead Counsel, and such agreements shall be
 4 binding on all plaintiffs.

5 9. This Order shall apply to each shareholder derivative action arising out of the
 6 same, or substantially the same, transactions or events as these cases, which are
 7 subsequently filed in, removed to, reassigned to, or transferred to this Court. When a
 8 shareholder derivative action that properly belongs as part of *In re Apple Inc. Derivative*
Litigation, Lead Case No. 5:25-cv-05364-NW, is hereafter filed in the Court, removed to
 10 this Court, reassigned to this Court, or transferred here from another court, this Court
 11 requests the assistance of counsel in calling to the attention of the clerk of the Court the
 12 filing, removal, reassignment, or transfer of any case that might properly be consolidated
 13 as part of *In re Apple Inc. Derivative Litigation*, Lead Case No. 5:25-cv-05364-NW, and
 14 counsel are to assist in assuring that counsel in subsequent actions receive notice of this
 15 order. Unless otherwise ordered, the terms of all orders, rulings, and decisions in the
 16 Consolidated Action shall apply to all later shareholder derivative actions involving Apple
 17 filed in this Court, removed to this Court, reassigned to this Court, or transferred to this
 18 Court from another court, and such shareholder derivative actions shall be consolidated
 19 into the Consolidated Action.

20 10. This stipulation is without waiver or prejudice to any and all claims, defenses,
 21 arguments, motions, or any requests for other relief that would otherwise be available to
 22 the Parties in the Related Derivative Actions.

23 **IT IS SO STIPULATED.**

Dated: August 15, 2025

Respectfully submitted,

THE BROWN LAW FIRM, P.C.

/s/ Robert C. Moest

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*Counsel for Plaintiffs Gera and Bhavsar
and [Proposed] Co-Lead Counsel for
Plaintiffs*

**CLAYEO C. ARNOLD
A PROFESSIONAL CORPORATION**

/s/ Gregory Haroutunian

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Local Counsel for Plaintiff Hill

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8 Lead Counsel for Plaintiffs*9 **LATHAM & WATKINS LLP**10
11 /s/ Whitney Weber
12 Melanie Marilyn Blunschi
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28 Fax: (212) 751-4864
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1 *Counsel for Defendants*
2
3
4

5 * * *

6 **~~PROPOSED~~ ORDER**
7

8 PURSUANT TO THE STIPULATION, IT IS SO ORDERED. **AS MODIFIED.**
9

10 DATED: September 24, 2025
11

12 
13 Hon. Noël Wise
14